

B 210A (Form 210A) (12/09)

United States Bankruptcy Court  
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13888 (JMP)  
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Empyrean Investments, LLC  
Name of Transferee

Merrill Lynch Capital Services Inc.  
Name of Transferor

Name and Address where notices to transferee should be sent:

Sterling Hathaway  
Empyrean Capital Partners, LP  
10250 Constellation Blvd., Ste 2950  
Los Angeles, CA 90067

Phone (310) 843-3070  
Last Four Digits of Acct #: \_\_\_\_\_

Court Claim # (if known): 20148  
Amount of Claim Transferred : \$10,000,000.00  
(as allowed)

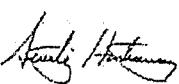
Date Claim Filed: September 21, 2009  
Debtor: Lehman Brothers Special Financing Inc.

Phone: \_\_\_\_\_  
Last Four Digits of Acct. #: \_\_\_\_\_

Name and Address where transferee payments should be sent (if different from above):

Phone: \_\_\_\_\_  
Last Four Digits of Acct #: \_\_\_\_\_

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

Date: July 17, 2012

Transferee/Transferee's Agent

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.*

**EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Merrill Lynch Capital Services Inc. ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Empyrean Investments, LLC ("Purchaser") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Special Financing Inc. (the "Debtor"), the debtor in Case No. 08-13888 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), to the extent of \$10,000,000.00, and the relevant portion of any and all proofs of claim (No. 20148) filed by Seller with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

23<sup>rd</sup> IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this day of July, 2012.

MERRILL LYNCH CAPITAL SERVICES INC.

By: \_\_\_\_\_  
Name: Seth Jenson  
Title: Designated Signatory

EMPYREAN INVESTMENTS, LLC

By: \_\_\_\_\_  
Name: Sterling Hathaway  
Title: Authorized Signatory